IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF DELAWARE

TEOPERENT DIRECTI CHARTER 7

TRUSTEE, FACTORY 2-U STORES,)
INC., et al.,	
Plaintiff,) Civil Action No. 07-556-***
v.)
)
MILBERG FACTORS, INC.)
CAPITAL FACTORS, INC., THE CIT)
GROUP/COMMERCIAL SERVICES, INC.,)
GMAC COMMERCIAL FINANCE LLC,)
HSBC BUSINESS CREDIT (USA) INC.,)
ROSENTHAL AND ROSENTHAL, INC.,)
STERLING FACTORS CORPORATION,)
WELLS FARGO CENTURY, INC.,)
D 0 1)
Defendants.)

RULE 7.1 STATEMENT OF DEFENDANT ROSENTHAL AND ROSENTHAL, INC.

PURSUANT TO RULE 7.1 of the Federal Rules of Civil Procedure, the undersigned counsel for Rosenthal and Rosenthal, Inc. certifies that the parent company of Rosenthal and Rosenthal, Inc. is Rosenthal, Inc. Rosenthal, Inc. has no parent corporation and no publicly-held corporation owns 10% or more of its stock.

DB02:6441392.1 059717.1002

YOUNG, CONAWAY, STARGATT & TAYLOR, LLP

C. Barr Flinn (No. 4092)
Elena C. Norman (No. 4780)
Monté T. Squire (No. 4764)
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19801
(302) 571-6600
msquire@ycst.com

Attorneys for Defendant Rosenthal & Rosenthal, Inc.

Dated: December 17, 2007

DB02:6441392.1 059717.1002

CERTIFICATE OF SERVICE

I, Monté T. Squire, Esquire, hereby certify that on December 17, 2007, I caused to be served a true and correct copy of the foregoing document upon the following counsel of record as indicated:

BY CM/ECF, E-MAIL & HAND DELIVERY

David J. Baldwin, Esquire Potter Anderson & Corroon, LLP 1313 N. Market St., Hercules Plaza, 6th Flr. PO Box 951 Wilmington, DE 19899 dbaldwin@potteranderson.com

Stephen B. Brauerman, Esquire The Bayard Firm 222 Delaware Avenue, Suite 900 PO Box 25130 Wilmington, DE 19899 sbrauerman@bayardfirm.com

Michael D. Debaecke, Esquire David Kyle Sheppard, Esquire Blank Rome LLP 1201 N. Market Street, Suite 800 Wilmington, DE 19801 dbaecke@blankrome.com sheppard@blankrome.com Shelly A. Kinsella, Esquire Robert W. Pedigo, Esquire Cooch & Taylor 824 Market St. Mall #1000 Wilmington, DE 19801 skinsella@coochtaylor.com rpedigo@ctlaw.com

Mark D. Olivere, Esquire Edwards Angell Palmer & Dodge LLP 919 N. Market Street, Suite 1500 Wilmington, DE 19801 molivere@eapdlaw.com

Jeffrey R. Waxman, Esquire Cozen & O'Connor Chase Manhattan Centre 1201 N. Market St., Suite 1400 Wilmington, DE 19801 jwaxman@cozen.com

Young, Conaway, Stargatt & Taylor, LLP

C. Barr Flinn (No. 4092)

Elena C. Norman (No. 4780)

Monté T. Squire (No. 4764)

The Brandywine Building

1000 West Street, 17th Floor

Wilmington, Delaware 19801

(302) 571-6600

msquire@ycst.com

059717.1002